

Hearing Date and Time: May 31, 2007 @10:00 a.m.

NUTTER, MCCLENNEN & FISH, LLP  
Peter Nils Baylor, Esq.  
Jesse I. Redlener, Esq.  
World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210  
Telephone: (617) 439-2000

*Counsel to Hollingsworth & Vose Co.*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	)	
	)	Chapter 11
DELPHI CORPORATION, et al.,	)	
	)	Case No. 05-44481 (BRL)
Debtors.	)	Jointly Administered
	)	

**HOLLINGSWORTH & VOSE CO.'S RESPONSE TO DEBTORS'  
OBJECTION TO CLAIM NO. 9540**

Hollingsworth & Vose Co. ("H&V"), a trade supplier to Delphi Corporation., et al. the debtors and debtors-in-possession in the above captioned, jointly administered matter (the "Debtors"), submits this response to the Debtors' objection to its timely filed claim (the "Response"). The Debtors have objected to H&V's claim based upon the asserted grounds that the claim is "Subject to Modification and Reclamation Agreement". In furtherance of its Response, H&V states as follows:

**BACKGROUND**

1. On October 8 and 14, 2005 (the “Petition Dates”), the Debtors each filed their voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

2. H&V is a Massachusetts Corporation doing business at 112 Washington Street, E. Walpole, Massachusetts.

3. Shortly after the Petition Dates, H&V filed a reclamation demand requesting the return of goods delivered to the Debtors within the 20 days prior to the Debtors Petition Dates.

4. On February 21, 2006, H&V received a letter from the Debtors seeking to resolve the reclamation claim in the amount of \$5,984.96. H&V agreed with the Debtors’ assessment of the reclamation amount and agreed to priority treatment of that portion of their claim (the “Priority Claim”).

5. On or about July 13, 2006, H&V timely filed a proof of claim number 9540 (the “Claim”) against Delphi Corporation in the amount of \$39,111.67. Attached to the Claim were copies of the unpaid invoices due from the Debtors evidencing the claim amount.

6. H&V’s remaining unsecured, non-priority claim amount is \$33,126.71 (the “Unsecured Claim”) after backing out the Priority Claim amount.

7. On March 28, 2007, the Debtors’ filed the *Debtors’ Thirteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on the Debtors Books and Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected on Debtors’ Books and Records, (E) Untimely Claims and Untimely Tax Claims, and (F) Claims Subject to*

*Modification, Tax Claims Subject to Modification and Claims Subject to Reclamation*

*Agreement* (the “Objection”). The Objection seeks to modify H&V’s Claim.

8. In addition to filing the Objection, the Debtors sent H&V a notice of objection (the “Notice”) containing a basic outline of the objection to H&V’s claim. The Notice set forth the appropriate amount of the Priority Claim but incorrectly seeks to modify the balance of H&V’s Unsecured Claim from \$33,126.71 to \$9,173.00.

9. The Debtors have provided no evidence to support their assertion that the Unsecured Claim should be reduced in any amount, and have not demonstrated payment of the amounts set forth in the invoices attached as exhibits to the proof of claim filed by H&V against the Debtors. Those invoices are attached hereto as Exhibit A to this Response.

10. H&V seeks to defer the determination regarding the proper debtor entity against which its claim is asserted until this Court makes a finding as to whether the Debtors’ cases are to be substantively consolidated.

**MEMORANDUM OF LAW**

11. Pursuant to Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York, because there are no novel issues of law presented herein, H&V respectfully requests that the Court waive the requirement that H&V file a memorandum of law in support of its Response.

WHEREFORE, H&V respectfully requests that the Court enter an order:

- (i) Overruling the Debtors objection to H&V's Claim No. 9540 and allowing the Claim as a \$5,984.96 priority and \$33,126.71 non-priority claim against the Debtors; and
- (ii) Granting such other and further relief as it may deem just and proper.

Respectfully submitted,

**HOLLINGSWORTH & VOSE COMAPNY**

By its attorneys,

/s/ Peter Nils Baylor  
Peter Nils Baylor, Esq. (PNB 5248)  
Jesse I. Redlener, Esq. (JIR 4082)  
NUTTER, MCCLENNEN & FISH, LLP  
World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210  
(617) 439-2000

May 24, 2007

1633666.1

## **EXHIBIT A**

[illegible]


**Hollingsworth & Vose Company**

 112 Mashington Street  
 East Walpole, MA 02032  
 TEL: 508-668-0295  
 Tax Reference:

 REMIT TO: PO Box 31267  
 Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable

 DELPHI ENERGY & ENGINE MGMT SYS  
 AUTOMOTIVE COMPONENTS GROUP  
 4800 S SAGINAW PO BOX 1360  
 FLINT MI 48501

SHIP TO: DELPHI ENERGY &amp; ENGINE MGMT SYS

 SHUE & VOKES WAREHOUSE  
 500 S AVERILL AVE  
 FLINT MI 48506

**Invoice**

NUMBER 276468

DATE 22-JUN-2005

PAGE 1 of 1

PURCHASE ORDER NUMBER

550011680

OUR REFERENCE

SALES ORDER NUMBER

07 820887

CUSTOMER NUMBER

1830

LOCATION

MI

PAYMENT TERMS	DUE DATE	FOB CODE	FOB DESTINATION	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
N30	22-JUL-2005			22-JUN-2005		07 288166

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07.315IN/6.0INID/42.0INOD/WSC/REDLINES Customer Part #: 4410	6746	LB	1.263	8,520.20
TOTAL NET WEIGHT:				6,746	
TOTAL GROSS WEIGHT:				7,012	
NO. OF PIECES:				7	
Invoice Comments: CONSIGNMENT USAGE FOR PERIOD OF 6/14/05 THROUGH 6/22/05					

SPECIAL INSTRUCTIONS		SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
		8,520.20	0.00	0.00	8,520.20
					Currency: USD

 THIS INVOICE IS SUBJECT TO ALL TERMS AND CONDITIONS ON THE  
 REVERSE SIDE HEREOF WHICH ARE HEREBY INCORPORATED BY REFERENCE



# Hollingsworth & Vose Company

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice	
NUMBER 280470	PAGE 1 of 1
DATE 02-AUG-2005	PURCHASE ORDER NUMBER 550011583
OUR REFERENCE	
SALES ORDER NUMBER 02 866199	
CUSTOMER NUMBER 183D	LOCATION MI

PAYMENT TERMS	DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-OCT-2005	FOB DESTINATION	02-AUG-2005		02 293361

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0INID/42.0INOD/WSO/REDLINES Customer Part #: 4280	896	LB	1.325	1,189.85
TOTAL NET WEIGHT: 896 TOTAL GROSS WEIGHT: 958 NO. OF PIECES: 1 Invoice Comments: usage report dated 8/1/05, rec'd 8/2/05 SV report # 519					

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
	1,189.85	0.00	0.00	1,189.85
Currency: USD				

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112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS

SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

BILL TO: Altir Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

<b>Invoice</b>	
NUMBER 283834	PAGE 1 of 1
DATE 06-SEP-2005	PURCHASE ORDER NUMBER 550011683
OUR REFERENCE	
SALES ORDER NUMBER 02 868199	CUSTOMER NUMBER 1830
LOCATION MI	

PAYMENT TERMS	DOE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	06-SEP-2005		02 297912

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0INID/42.0INOD/WSO/REDLINES Customer Part #: 4280	2614	LB	1.325	3,463.55

TOTAL NET WEIGHT: 2,614  
TOTAL GROSS WEIGHT: 2,794  
NO. OF PIECES: 3  
Invoice Comments: usage report dated 9/6/05  
SN report # 529

SPECIAL INSTRUCTIONS	SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
	3,463.55	0.00	0.00	3,463.55
				Currency: USD

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East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice	
NUMBER 284116	
DATE 09-SEP-2005	PAGE 1 of 1
PURCHASE ORDER NUMBER 550011683	
OUR REFERENCE	
SALES ORDER NUMBER 02 868199	
CUSTOMER NUMBER 1830	LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	09-SEP-2005		02 298374

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0IN/D/42.0IN/D/W/SC/RED/LINES Customer Part #: 4280	1704	LB	1.325	2,257.80
TOTAL NET WEIGHT: 1,704 TOTAL GROSS WEIGHT: 1,824 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/9/05 SV ref. # 530					

SPECIAL INSTRUCTIONS	SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
	2,257.80	0.00	0.00	2,257.80
				Currency: USD

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112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

**BILL TO:** Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1380  
FLINT MI 48501

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	12-SEP-2005		02 298599

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07.315IN/6.0INID/42.0INOD/WSO/REDLINES Customer Part # : 4410	3178	LB	1.325	4,210.85
<b>TOTAL NET WEIGHT:</b> 3,178 <b>TOTAL GROSS WEIGHT:</b> 3,418 <b>NO. OF PIECES:</b> 4 <b>Invoice Comments:</b> usage report dated 9/12/05S S/V report # 531					

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
	4,210.85	0.00	0.00	4,210.85
				Currency: USD

Invoice			
NUMBER	284311	PAGE	1 of 1
DATE	12-SEP-2005	PURCHASE ORDER NUMBER	550011680
OUR REFERENCE			
SALES ORDER NUMBER	02 868199	CUSTOMER NUMBER	1830
		LOCATION	MI

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**Hollingsworth & Vose Company**

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

**REMIT TO:** PO Box 31267  
Hartford CT 06160-1267

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS

SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

**BILL TO:** Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

Invoice			
NUMBER	284424	PAGE	1 of 1
DATE	13-SEP-2005	PURCHASE ORDER NUMBER	550011684
OUR REFERENCE			
SALES ORDER NUMBER	02 867234	CUSTOMER NUMBER	1830
		LOCATION	M41

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MINS2	02-NOV-2005		13-SEP-2005		02 298702

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/05.5IN/6.0INID/42.0INOD/WSO/REDLINES Customer Part #: 8047	4710	LB	1.325	2,265.75
<b>TOTAL NET WEIGHT:</b> 1,710 <b>TOTAL GROSS WEIGHT:</b> 1,830 <b>NO. OF PIECES:</b> 2 <b>Invoice Comments:</b> usage report dated 9/13/05 S/V report # 532					

SPECIAL INSTRUCTIONS	SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
	2,265.75	0.00	0.00	2,265.75
				Currency: USD

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Tax Reference:

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Hartford CT 06150-1267

**BILL TO:** Affn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice			
NUMBER	284746	PAGE	
DATE	15-SEP-2005	1	of 1
PURCHASE ORDER NUMBER	550011683		

OUR REFERENCE	
SALES ORDER NUMBER	02 868199
CUSTOMER NUMBER	1830
LOCATION	MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	15-SEP-2005		02 299087

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0IN/D/42.0IN/D/WSO/REDLINES Customer Part # : 4280	2550	LB	1.325	3,378.75
TOTAL NET WEIGHT: 2,550 TOTAL GROSS WEIGHT: 2,790 NO. OF PIECES: 4 Invoice Comments: usage report dated 9/15/05 S/V report # 533					

SPECIAL INSTRUCTIONS				
SUBTOTAL		3,378.75	VAT	0.00
FREIGHT CHARGES		0.00	TOTAL	3,378.75
				Currency: USD

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Tax Reference:

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Hartford CT 06150-1267

**BILL TO:** Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice	
NUMBER 284947	
DATE 19-SEP-2005	PAGE 1 of 1
PURCHASE ORDER NUMBER 550011680	
OUR REFERENCE	
SALES ORDER NUMBER 02 868199	
CUSTOMER NUMBER 1830	LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	19-SEP-2005		02 299426

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07 316IN/6.0INID/42.0INOD/WSC/REDLINES Customer Part #: 4410	1592	LB	1.325	2,109.40
TOTAL NET WEIGHT: 1,592 TOTAL GROSS WEIGHT: 1,712 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/19/05 S/V report # 534					

SPECIAL INSTRUCTIONS					SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
					2,109.40	0.00	0.00	2,109.40
								Currency: USD

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**Hollingsworth & Vose Company**

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Fax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

<b>Invoice</b>	
NUMBER 285006	PAGE 1 of 1
DATE 19-SEP-2005	PURCHASE ORDER NUMBER 550011683
OUR REFERENCE	
SALES ORDER NUMBER 02 869880	
CUSTOMER NUMBER 1830	LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	19-SEP-2005		02 299441

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0INID/42.0INOD/WSQ/REDLINES Customer Part # : 4280	721	LB	1.325	955.33
TOTAL NET WEIGHT: 721 TOTAL GROSS WEIGHT: 781 NO. OF PIECES: 1 Invoice Comments: usage report dated 9/19/05 S/V report # 535					

SPECIAL INSTRUCTIONS					SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
					955.33	0.00	0.00	955.33
					Currency: USD			

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REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice	
NUMBER 285280	PAGE 1 of 1
DATE 21-SEP-2005	PURCHASE ORDER NUMBER 650011683
OUR REFERENCE	
SALES ORDER NUMBER 02 869880	
CUSTOMER NUMBER 1830	LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	21-SEP-2005		02 299899

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0INID/42.0INOD/WSO/REDLINES Customer Part #: 4280	1703	LB	1.325	2,256.48
TOTAL NET WEIGHT: 1,703 TOTAL GROSS WEIGHT: 1,823 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/21/05 S/V report # 536					

SPECIAL INSTRUCTIONS				SUBTOTAL		VAT		FREIGHT CHARGES		TOTAL
				2,256.48		0.00		0.00		2,256.48
										Currency: USD

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**Hollingsworth & Vose Company**

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

**REMIT TO:** PO Box 31267  
Hartford CT 06150-1267

**BILL TO:** Altir. Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice	
NUMBER	285281
DATE	21-SEP-2005
PURCHASE ORDER NUMBER	550011683
OUR REFERENCE	
SALES ORDER NUMBER	02 869880
CUSTOMER NUMBER	1830
LOCATION	MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	21-SEP-2005		02 299907

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.47SIN/6.0INID/42.0INOD/WSO/REDLINES Customer Part # : 4280	1739	LB	1.325	2,304.18
TOTAL NET WEIGHT: 1,739 TOTAL GROSS WEIGHT: 1,859 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/21/05 S/V report # 537					

SPECIAL INSTRUCTIONS					SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
					2,304.18	0.00	0.00	2,304.18
					Currency: USD			

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112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

Invoice			
NUMBER	285412	PAGE	1 of 1
DATE	22-SEP-2005	PURCHASE ORDER NUMBER	550011683
OUR REFERENCE			
SALES ORDER NUMBER	02 869880	CUSTOMER NUMBER	1830
CUSTOMER NUMBER	1830	LOCATION	MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	22-SEP-2005		02 300089

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/06.475IN/6.0IN/D42.0IN/D/MSO/REDLINES Customer Part #: 4280	3630	LB	1.325	4,809.75
TOTAL NET WEIGHT: 3,630 TOTAL GROSS WEIGHT: 3,870 NO. OF PIECES: 4 Invoice Comments: usage report dated 9/22/05 SAV report # 538					

SPECIAL INSTRUCTIONS		SUBTOTAL	VAT	FREIGHT CHARGES	TOTAL
		4,809.75	0.00	0.00	4,809.75
					Currency: USD

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DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1380  
FLINT MI 48501

**SHIP TO:** DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

**Invoice**

NUMBER 285641

DATE 26-SEP-2005 PAGE 1 of 1

PURCHASE ORDER NUMBER 550011680

OUR REFERENCE

SALES ORDER NUMBER 02 868199

CUSTOMER NUMBER 1830 LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNSZ	02-NOV-2005	FOB DESTINATION	26-SEP-2005		02 300564

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07 315IN/6.0IN/D/42.0INOD/WSO/REDLINES Customer Part # : 4410	1685	LB	1.325	2,100.13
TOTAL NET WEIGHT: 1,585 TOTAL GROSS WEIGHT: 1,705 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/26/05 S/V report # 539					

SPECIAL INSTRUCTIONS					SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
					2,100.13	0.00	0.00	2,100.13
					Currency: USD			

THIS INVOICE IS SUBJECT TO ALL TERMS AND CONDITIONS ON THE  
REVERSE SIDE HEREOF WHICH ARE HEREBY INCORPORATED BY REFERENCE



**Hollingsworth & Vose Company**

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005		29-SEP-2005		02 301042

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07 315IN6.0INID/42.0INOD/WSO/REDLINES Customer Part #: 4410	1594	LB	1.326	2,112.05

TOTAL NET WEIGHT: 1.594  
TOTAL GROSS WEIGHT: 1.714  
NO. OF PIECES: 2  
Invoice Comments: usage report dated 9/28/05  
S/V report # 540

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
	2,112.05	0.00	0.00	2,112.05
				Currency: USD

Invoice	
NUMBER 286105	PAGE 1 of 1
DATE 29-SEP-2005	PURCHASE ORDER NUMBER 550011680
OUR REFERENCE	
SALES ORDER NUMBER 02 868199	
CUSTOMER NUMBER 1830	LOCATION MI

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# Hollingsworth & Vose Company

112 Washington Street  
East Walpole, MA 02032  
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Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

BILL TO: Attn: Accounts Payable  
DELPHI ENERGY & ENGINE MGMT SYS  
AUTOMOTIVE COMPONENTS GROUP  
4800 S SAGINAW PO BOX 1360  
FLINT MI 48501

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS  
SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

## Invoice

NUMBER 286161

DATE 30-SEP-2005 PAGE 1 of 1

PURCHASE ORDER NUMBER 550011680

OUR REFERENCE

SALES ORDER NUMBER 02 868199

CUSTOMER NUMBER 1830 LOCATION MI

PAYMENT TERMS	DUE DATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	30-SEP-2005		02 301147

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/07.315IN/6.0IN/DI42.0IN/D/MSO/REDLINES Customer Part #: 4410	1636	LB	1.325	2,167.70
TOTAL NET WEIGHT: 1,636 TOTAL GROSS WEIGHT: 1,756 NO. OF PIECES: 2 Invoice Comments: usage report dated 9/30/05 S/V report # 541					

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
	2,167.70	0.00	0.00	2,167.70
				Currency: USD

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**Hollingsworth & Vose Company**

112 Washington Street  
East Walpole, MA 02032  
TEL: 508-668-0295  
Tax Reference:

REMIT TO: PO Box 31267  
Hartford CT 06150-1267

SHIP TO: DELPHI ENERGY & ENGINE MGMT SYS

SHUE & VOKES WAREHOUSE  
500 S AVERILL AVE  
FLINT MI 48506

<b>Invoice</b>	
NUMBER 286164	PAGE 1 of 1
DATE 30-SEP-2005	PURCHASE ORDER NUMBER 550011684
OUR REFERENCE	
SALES ORDER NUMBER 02 867234	
CUSTOMER NUMBER 1830	LOCATION MI

PAYMENT TERMS	DUPLICATE	FOB CODE	SHIP DATE	FREIGHT BILL METHOD	SHIPPING NUMBER
MNS2	02-NOV-2005	FOB DESTINATION	30-SEP-2005		02 301148

ITEM NO	Invoice Description	QUANTITY SHIPPED	UOM	UNIT PRICE	EXTENDED AMOUNT
1	FA2009/05.51N/6.01NID/42.01NOD/WSO/REDLINES Customer Part #: 8047	932	LB	1.325	1,234.90
TOTAL NET WEIGHT: 932 TOTAL GROSS WEIGHT: 992 NO. OF PIECES: 1 Invoice Comments: usage report dated 9/30/05 S/V report # 542					

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	FREIGHT CHARGES	TOTAL
	1,234.90	0.00	0.00	1,234.90
				Currency: USD

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NUTTER, MCCLENNEN & FISH, LLP  
Peter Nils Baylor, Esq.  
Jesse I. Redlener, Esq.  
World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210  
Telephone: (617) 439-2000

*Counsel to Hollingsworth & Vose Co.*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	)	Chapter 11
	)	
DELPHI CORPORATION, et al.,	)	Case No. 05-44481 (BRL)
	)	Jointly Administered
Debtors.	)	
	)	

**CERTIFICATE OF SERVICE**

I, Peter Nils Baylor, hereby certify that on May 24, 2007, I caused a true and correct copy of the *Hollingsworth & Vose Co.'s Response to Debtors' Objection to Claim No. 9540* to be served upon all parties who receive notice via the Court's CM/ECF electronic filing system and to the following parties by regular mail, postage prepaid unless otherwise indicated:

The Honorable Robert D. Drain  
United States Bankruptcy Judge  
Chambers/Courtroom: 610  
One Bowling Green  
New York, NY 10004-1408  
**Via Overnight Mail**

Skadden Arps, Slate, Meagher & Flom LLP  
Attn: John W. Butler, Jr.  
Attn: John Lyons  
Attn: Joseph Wharton  
333 West Wacker Drive, Suite 2100  
Chicago, IL 60606  
**Via Email**

Delphi Corporation  
Attn: General Counsel  
5725 Delphi Drive  
Troy, MI 48098  
**Via Facsimile**

Simpson Thatcher & Bartlett, LLP  
Attn: Kenneth S. Ziman  
425 Lexington Avenue  
New York, NY 10017

Davis Polk & Wardell  
Attn: Donald Bernstein  
Attn: Brian Resnick  
450 Lexington Avenue  
New York, NY 10022

Latham & Watkins LLP  
Attn: Robert J. Rosenberg  
Attn: Mark A. Broude  
885 Third Avenue  
New York, NY 10022

Fried, Frank, Harris, Shriver &  
Jacobson LLP  
Attn: Bonnie Steingart  
One New York Plaza  
New York, NY 10004

Office of the U.S. Trustee  
Southern District of New York  
Attn: Alicia M. Leonard  
33 Whitehall Street, Suite 2100  
New York, NY 10004

Dated: May 24, 2007

/s/ Peter Nils Baylor  
Peter Nils Baylor, Esq.  
Nutter, McClennen & Fish, LLP  
World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02110-2604  
(617) 439-2000